

HeidelbergCement Finance Luxembourg S.A.
Société anonyme
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R.C.S. Luxembourg B 40 962

Annual accounts as at 31 December 2020
and Independent auditor's report

HeidelbergCement Finance Luxembourg S.A.

Index to the Annual accounts

For the year ending 31 December 2020

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MANAGEMENT REPORT OF THE BOARD OF DIRECTORS

The Board of Directors of HeidelbergCement Finance Luxembourg S.A. (hereinafter "the Company") submits the management report and the annual accounts of the Company for the year ended 31 December 2020.

Principal Activities and Business Review

The principal activities of the Company consist of financing group entities within the HeidelbergCement Group. These activities were continued in 2020.

In April 2012 the Company was incorporated as an additional issuer under the HeidelbergCement € 10bn EUR Medium Term Note ("EMTN") Programme. Notes issued under the Programme are listed on the Luxembourg Stock Exchange and are traded on the Regulated Market "Bourse de Luxembourg" of the Luxembourg Stock Exchange. In April 2020 this Programme was updated.

On 3 April 2020 a 750 million EUR 7.5% Fixed Rate Note from the year 2010 became due and was repaid with the redemption monies of a corresponding loan granted by the Company to HeidelbergCement UK Holding Limited.

On 6 April 2020 the Company granted a 297 million USD short-term loan to Lehigh Hanson, Inc., USA having a 12 months term from the accumulated deposits in the cash pool account with HeidelbergCement AG.

On 9 April 2020 the Company issued a 650 million EUR 2.5% Fixed Rate Note maturing on the 9 October 2024. The proceeds of the new bond were on-lent to HeidelbergCement UK Holding Limited to meet its demand of a long term financing.

On 21 October 2020 a 300 million EUR 3.25% Fixed Rate Note issued in the year 2013 became due and was repaid with the redemption monies of a corresponding loan to HeidelbergCement AG.

On 18 November 2020 the Company exercised its call option to prepay the outstanding 750 million EUR 0.5% Fixed Rate Bond issued in the year 2017 two months before the original maturity date on 18 January 2021 with the proceeds from the prepayment of the corresponding loan granted to HeidelbergCement UK Holding Limited.

HeidelbergCement Finance Luxembourg S.A.

On 9 December 2020 the Company repaid 30 million EUR of the Long Term Loan Facility with HeidelbergCement Holding S.à r.l. and thereby reduced the drawing on the Long Term Loan Facility to an amount of 1,921 million EUR as per end of year 2020.

The outstanding loan at the beginning of the year 2020 of 1,800 million Czech Koruna (CZK) which was granted to Českomoravský cement a.s. under the 3,300 million CZK long term credit facility until 8 July 2022 was partially repaid by the borrower in an amount of 500 million CZK during the year 2020 and prolonged into the year 2021 with an amount of 1,300 million CZK. All CZK loan and interest receivable positions were fully hedged against currency risks against EUR with fx swaps and fx forward contracts with HeidelbergCement AG.

On 9 December 2020 the Company paid an Interim Dividend in cash out of the funds available for distribution as of 30 November 2020 to its sole shareholder HeidelbergCement Holding S.à r.l. with an amount of 45.8 million EUR.

At year end 2020 the deposit of the Company in the cash pool account with HeidelbergCement AG amounted to 35 million EUR. A part of the amount is foreseen as payment to HeidelbergCement AG for becoming due guarantee fees accumulated during the year 2020.

Results

During the year ended 31 December 2020 the Company recorded a profit of 44.5 million EUR. Revenues of the Company consist almost exclusively of financial income.

Financial risks and liquidity

The Company is a wholly owned subsidiary of HeidelbergCement AG. The structure and organisation of the Company are such that risks to the Company are limited. Proceeds of all bonds and notes issued and loans taken up are usually loaned to group companies in the same amount, currency and interest periods. Currency risks on assets denominated in other currencies are fully hedged inclusive the interest earned on these loans.

The Company's liquidity is generated by the cash flows from a fixed margin on the loans granted. The cash inflows coincide with cash outflows because the maturity dates and currencies of the loans outstanding and the bonds and notes issued, loans taken up and fx forward contracts and currency swaps entered into, as are the due dates of the interest coupons receivable and payable. The Company is therefore not exposed to a liquidity risk and no immediate financing needs exist.

HeidelbergCement Finance Luxembourg S.A.

The lending business of the Company is entirely dedicated to financing group companies. According to internal HeidelbergCement Group guidelines each company is bound for maintaining adequate liquidity to cover financial obligations in full as they fall due and all borrowers have access to the group's centralized treasury and cash pool facilities at all times, therefore, as far as a credit risk exists in respect of lending to these companies, the credit rating of the (listed) HeidelbergCement Group is the one that should be considered. The notes issued and the corresponding loans lent out by the Company are unconditionally and irrevocably guaranteed by HeidelbergCement AG. Other loans receivable are financed by the term loan facility 4bn EUR long due 2101 of its sole shareholder HeidelbergCement Holding S.à r.l. or with the equity of the Company.

Future Outlook

For the year 2021 the financing activities are expected at the same level as of per 31 December 2020.

Branch

The Company has no branch.

Corporate Governance

The Company complies in all material respects with the Luxembourg Corporate Governance Code (www.bourse.lu/corporate-governance). The Company considers the 10 principles recommended by the Luxembourg Stock Exchange as guidance for its own corporate governance.

The Company's ambition for operational excellence is based on a solid foundation of commitment to lawful and ethical conduct. The HeidelbergCement Group's Code of Business Conduct which is part of Group's compliance programme describes the high ethical and legal standards which are binding for all HeidelbergCement employees (<https://www.heidelbergcement.com/en/declaration-of-corporate-governance>).

Organisation and Management

The Board of the Company is composed of four Directors, two of them non-executive. The daily business is under the responsibility of the Managing Director who reports to the Board of Directors.

As at 31 December 2020, the Company has one part-time employee (70% time) and one full-time employee.

HeidelbergCement Finance Luxembourg S.A.

Audit Committee, Internal Control, Risk Management and Financial Reporting Process

Following the entry into force of the Luxembourg Act of 23 July 2016 on the audit profession transposing European Directive 2014/56/EU and implementing European Regulation No. 537/2014, the Company created and established an audit committee (the "Audit Committee") to assist the Board in its responsibilities in the areas of financial reporting, internal controls and risk management. The Audit Committee is comprised at any time of two directors, all of whom are non-executive directors. The Company has implemented an internal control system. The effectiveness and reliability of the internal control system is continuously and periodically evaluated by the management of the Company. The Company is included in the centralized risk management system of the Group which is documented in the HeidelbergCement Risk Management Guideline. The financial reporting process and the statutory annual accounts are audited annually by an external auditor.

Subsequent events.

On 11 February 2021 the Company published a note on the website www.bourse.lu and distributed to other financial media that it will exercise its call option on the outstanding 500 million EUR 3.25% Fixed Rate Notes due on 21 October 2021. The early redemption date of the Notes on 21 April 2021 coincides with the early redemption date of the corresponding loan granted to HeidelbergCement AG.

HeidelbergCement Finance Luxembourg S.A.

Declaration of the Director responsible for financial reporting

To the best of my knowledge, the annual accounts are prepared in accordance with Luxembourg legal and regulatory requirements relating to the preparation of annual accounts give a true and fair view of the assets, liabilities, financial position and profit or loss of the issuer and that the management report includes a fair review of the development and performance of the business and the position of the issuer as at and for the period ended 31 December 2020, together with a description of the principal risks and uncertainties that the issuer faces.

HeidelbergCement Finance Luxembourg S.A.



Bernhard Heidrich, Managing Director



Audit report

To the Shareholder of
HeidelbergCement Finance Luxembourg S.A.

Report on the audit of the annual accounts

Our opinion

In our opinion, the accompanying annual accounts give a true and fair view of the financial position of HeidelbergCement Finance Luxembourg S.A. (the "Company") as at 31 December 2020, and of the results of its operations for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts.

Our opinion is consistent with our additional report to the Audit Committee or equivalent.

What we have audited

The Company's annual accounts comprise:

- the balance sheet as at 31 December 2020;
 - the profit and loss account for the year then ended;
 - the cashflow statement for the year then ended; and
 - the notes to the annual accounts, which include a summary of significant accounting policies.
-

Basis for opinion

We conducted our audit in accordance with the EU Regulation No 537/2014, the Law of 23 July 2016 on the audit profession (Law of 23 July 2016) and with International Standards on Auditing (ISAs) as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" (CSSF). Our responsibilities under the EU Regulation No 537/2014, the Law of 23 July 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the "Responsibilities of the "Réviseur d'entreprises agréé" for the audit of the annual accounts" section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

We are independent of the Company in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants (IESBA Code) as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the annual accounts. We have fulfilled our other ethical responsibilities under those ethical requirements.

To the best of our knowledge and belief, we declare that we have not provided non-audit services that are prohibited under Article 5(1) of the EU Regulation No 537/2014.

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Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the annual accounts of the current period. These matters were addressed in the context of our audit of the annual accounts as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter

How our audit addressed the key audit matter

Recoverability of loans to affiliated undertakings and amounts owed by affiliated undertakings

With respect to the recoverability of loans to affiliated undertakings and amounts owed by affiliated undertakings, our procedures included, but were not limited to, the following:

Loans to affiliated undertakings (financial assets) and amounts owed by affiliated undertakings amount to 6,905 million EUR or 99.56% of the total assets of the Company at year-end.

We obtained an understanding of and evaluated Management's process and controls related to the identification of value adjustments and to the evolution of the key assumptions in the valuation models used.

As described in Note 2 to the annual accounts, the financial assets are valued at nominal value including expenses incidental thereto and value adjustments are made in case of durable depreciation in value. The debtors are valued at their nominal value, and value adjustments are made where their recovery is compromised.

We obtained the comfort letter issued by HeidelbergCement AG and compared the total exposure of each counterparty to amounts covered by counterparty as per the comfort letter. We considered the financial capability of HeidelbergCement AG to reimburse those loans covered by the comfort letter by inspecting its audited consolidated financial statements at year-end and external agencies ratings.

Management performed a recoverability analysis to assess whether the recoverable amount of each of those loans to affiliated undertakings and amounts owed by affiliated undertakings are at least equal to their respective carrying value. Recoverable amounts are usually determined through discounted cash flow (DCF) or EBITDA (Earning Before Interests, Tax, Depreciation and Amortisation) multiples models. In addition, some counterparty's balances are secured by the comfort letter issued by HeidelbergCement AG (the "comfort letter") - for these secured counterparty balances, Management performed no further recoverability analysis.

Where a discounted cash flow model is used:

- We obtained Management's valuation model containing the relevant cash flows and discount rates applied;
- We tested the mathematical accuracy of the model;
- We challenged the reliability of cash flows forecasts by backtesting those forecasts to actuals, and we evaluated the impact of Covid-19 considered by Management in the assumptions;
- We evaluated the reasonableness of the key valuation inputs, including discount rates and long term growth rates used, against independent data;
- We involved internal valuation specialists when necessary.



This matter was of particular significance to our audit as Management's assessment of the recoverable amount required estimation and judgment such as the determination of future expected cash flows, discount rates and other key factors but also due to the importance of those balances at year-end.

Where a multiple-to-EBITDA model is used:

- We obtained Management's valuation model containing EBITDA, trading multiples for listed comparable companies and the multiples used to value the loans;
- We tested the mathematical accuracy of the model;
- We agreed the EBITDA used in the computation to the EBITDA audited at year-end in the context of the group audit of HeidelbergCement AG;
- We assessed trading multiples for the comparable companies identified by Management and compared them to the multiples used in the valuation. We also considered whether any other traded companies may be comparable and considered the impact of their inclusion in the sourced trading multiples on the valuation, where and if considered appropriate;
- We involved internal valuation specialists when necessary.

We considered the appropriateness of the disclosures in Notes 3 and 4 to the annual accounts.

Other information

The Board of Directors is responsible for the other information. The other information comprises the information stated in the annual report including the management report of the Board of Directors and the Corporate Governance Statement but does not include the annual accounts and our audit report thereon.

Our opinion on the annual accounts does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the annual accounts, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the annual accounts or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Board of Directors and those charged with governance for the annual accounts

The Board of Directors is responsible for the preparation and fair presentation of the annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Directors determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.



In preparing the annual accounts, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Responsibilities of the “Réviseur d’entreprises agréé” for the audit of the annual accounts

The objectives of our audit are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an audit report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the EU Regulation No 537/2014, the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts.

As part of an audit in accordance with the EU Regulation No 537/2014, the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors;
- conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our audit report to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our audit report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate to them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the annual accounts of the current period and are therefore the key audit matters. We describe these matters in our audit report unless law or regulation precludes public disclosure about the matter.

Report on other legal and regulatory requirements

The management report of the Board of Directors is consistent with the annual accounts and has been prepared in accordance with applicable legal requirements.

The Corporate Governance Statement is included in the management report of the Board of Directors. The information required by Article 68ter Paragraph (1) Letters c) and d) of the Law of 19 December 2002 on the commercial and companies register and on the accounting records and annual accounts of undertakings, as amended, is consistent with the annual accounts and has been prepared in accordance with applicable legal requirements.

We have been appointed as “Réviseur d’Entreprises Agréé” by the Management on 17 April 2020 and the duration of our uninterrupted engagement, including previous renewals and reappointments, is 1 year.

PricewaterhouseCoopers, Société coopérative
Represented by

Luxembourg, 22 March 2021

Patrick Schon

Annual Accounts Helpdesk :

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RCSL Nr. : B40962

Matricule : 2012 2204 589

eCDF entry date :

BALANCE SHEET

Financial year from ⁰¹ 01/01/2020 **to** ⁰² 31/12/2020 (in ⁰³ EUR)

HeidelbergCement Finance Luxembourg S.A.

5, rue des Primeurs
L-2361 Strassen

ASSETS

	Reference(s)	Current year	Previous year
A. Subscribed capital unpaid	1101 _____	101 _____	102 _____
I. Subscribed capital not called	1103 _____	103 _____	104 _____
II. Subscribed capital called but unpaid	1105 _____	105 _____	106 _____
B. Formation expenses	1107 _____	107 _____	108 _____
C. Fixed assets	1109 _____	109 <u>5.797.992.651,96</u>	110 <u>6.419.927.842,24</u>
I. Intangible assets	1111 _____	111 _____	112 _____
1. Costs of development	1113 _____	113 _____	114 _____
2. Concessions, patents, licences, trade marks and similar rights and assets, if they were	1115 _____	115 _____	116 _____
a) acquired for valuable consideration and need not be shown under C.I.3	1117 _____	117 _____	118 _____
b) created by the undertaking itself	1119 _____	119 _____	120 _____
3. Goodwill, to the extent that it was acquired for valuable consideration	1121 _____	121 _____	122 _____
4. Payments on account and intangible assets under development	1123 _____	123 _____	124 _____
II. Tangible assets	1125 _____	125 _____	126 _____
1. Land and buildings	1127 _____	127 _____	128 _____
2. Plant and machinery	1129 _____	129 _____	130 _____

RCSL Nr. : B40962

Matricule : 2012 2204 589

	Reference(s)	Current year	Previous year
3. Other fixtures and fittings, tools and equipment	1131	131	132
4. Payments on account and tangible assets in the course of construction	1133	133	134
III. Financial assets	1135 <u>Note 3</u>	135 <u>5.797.992.651,96</u>	136 <u>6.419.927.842,24</u>
1. Shares in affiliated undertakings	1137	137	138
2. Loans to affiliated undertakings	1139	139 <u>5.797.992.651,96</u>	140 <u>6.419.927.842,24</u>
3. Participating interests	1141	141	142
4. Loans to undertakings with which the undertaking is linked by virtue of participating interests	1143	143	144
5. Investments held as fixed assets	1145	145	146
6. Other loans	1147	147	148
D. Current assets	1151	151 <u>1.107.168.266,26</u>	152 <u>1.672.961.263,96</u>
I. Stocks	1153	153	154
1. Raw materials and consumables	1155	155	156
2. Work in progress	1157	157	158
3. Finished goods and goods for resale	1159	159	160
4. Payments on account	1161	161	162
II. Debtors	1163 <u>Note 4</u>	163 <u>1.107.168.266,26</u>	164 <u>1.672.955.794,51</u>
1. Trade debtors	1165	165	166
a) becoming due and payable within one year	1167	167	168
b) becoming due and payable after more than one year	1169	169	170
2. Amounts owed by affiliated undertakings	1171	171 <u>1.107.149.572,30</u>	172 <u>1.672.943.885,99</u>
a) becoming due and payable within one year	1173	173 <u>1.107.149.572,30</u>	174 <u>1.672.943.885,99</u>
b) becoming due and payable after more than one year	1175	175	176
3. Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests	1177	177	178
a) becoming due and payable within one year	1179	179	180
b) becoming due and payable after more than one year	1181	181	182
4. Other debtors	1183	183 <u>18.693,96</u>	184 <u>11.908,52</u>
a) becoming due and payable within one year	1185	185 <u>18.693,96</u>	186 <u>11.908,52</u>
b) becoming due and payable after more than one year	1187	187	188

RCSL Nr. : B40962

Matricule : 2012 2204 589

	Reference(s)	Current year	Previous year
III. Investments	1189 _____	189 _____	190 _____
1. Shares in affiliated undertakings	1191 _____	191 _____	192 _____
2. Own shares	1209 _____	209 _____	210 _____
3. Other investments	1195 _____	195 _____	196 _____
IV. Cash at bank and in hand	1197 _____	197 _____	198 <u>5.469,45</u>
E. Prepayments	1199 <u>Note 5</u>	199 <u>30.365.073,11</u>	200 <u>34.037.633,36</u>
TOTAL (ASSETS)		201 <u>6.935.525.991,33</u>	202 <u>8.126.926.739,56</u>

RCSL Nr. : B40962

Matricule : 2012 2204 589

CAPITAL, RESERVES AND LIABILITIES

	Reference(s)	Current year	Previous year
A. Capital and reserves			
	1301 <u>Note 6</u>	301 <u>33.183.101,09</u>	302 <u>34.465.691,67</u>
I. Subscribed capital	1303 _____	303 <u>26.635.550,00</u>	304 <u>26.635.550,00</u>
II. Share premium account	1305 _____	305 _____	306 _____
III. Revaluation reserve	1307 _____	307 _____	308 _____
IV. Reserves	1309 _____	309 <u>2.688.584,76</u>	310 <u>2.688.584,76</u>
1. Legal reserve	1311 _____	311 <u>2.683.559,61</u>	312 <u>2.683.559,61</u>
2. Reserve for own shares	1313 _____	313 _____	314 _____
3. Reserves provided for by the articles of association	1315 _____	315 _____	316 _____
4. Other reserves, including the fair value reserve	1429 _____	429 <u>5.025,15</u>	430 <u>5.025,15</u>
a) other available reserves	1431 _____	431 <u>5.025,15</u>	432 <u>5.025,15</u>
b) other non available reserves	1433 _____	433 _____	434 _____
V. Profit or loss brought forward	1319 _____	319 <u>5.141.556,91</u>	320 <u>8.425.010,27</u>
VI. Profit or loss for the financial year	1321 _____	321 <u>44.517.409,42</u>	322 <u>88.216.546,64</u>
VII. Interim dividends	1323 _____	323 <u>-45.800.000,00</u>	324 <u>-91.500.000,00</u>
VIII. Capital investment subsidies	1325 _____	325 _____	326 _____
B. Provisions			
	1331 <u>Note 7</u>	331 <u>414.332,50</u>	332 <u>446.550,00</u>
1. Provisions for pensions and similar obligations	1333 _____	333 _____	334 _____
2. Provisions for taxation	1335 _____	335 <u>361.070,00</u>	336 <u>380.635,00</u>
3. Other provisions	1337 _____	337 <u>53.262,50</u>	338 <u>65.915,00</u>
C. Creditors			
	1435 <u>Note 8</u>	435 <u>6.871.755.910,07</u>	436 <u>8.057.977.934,85</u>
1. Debenture loans	1437 _____	437 <u>4.931.787.803,99</u>	438 <u>6.097.251.650,84</u>
a) Convertible loans	1439 _____	439 _____	440 _____
i) becoming due and payable within one year	1441 _____	441 _____	442 _____
ii) becoming due and payable after more than one year	1443 _____	443 _____	444 _____
b) Non convertible loans	1445 _____	445 <u>4.931.787.803,99</u>	446 <u>6.097.251.650,84</u>
i) becoming due and payable within one year	1447 _____	447 <u>531.787.803,99</u>	448 <u>1.097.251.650,84</u>
ii) becoming due and payable after more than one year	1449 _____	449 <u>4.400.000.000,00</u>	450 <u>5.000.000.000,00</u>
2. Amounts owed to credit institutions	1355 _____	355 _____	356 _____
a) becoming due and payable within one year	1357 _____	357 _____	358 _____
b) becoming due and payable after more than one year	1359 _____	359 _____	360 _____

The notes in the annex form an integral part of the annual accounts

RCSL Nr. : B40962

Matricule : 2012 2204 589

	Reference(s)	Current year	Previous year
3. Payments received on account of orders in so far as they are not shown separately as deductions from stocks	1361	361	362
a) becoming due and payable within one year	1363	363	364
b) becoming due and payable after more than one year	1365	365	366
4. Trade creditors	1367	20.358,42	18.073,51
a) becoming due and payable within one year	1369	20.358,42	18.073,51
b) becoming due and payable after more than one year	1371	371	372
5. Bills of exchange payable	1373	373	374
a) becoming due and payable within one year	1375	375	376
b) becoming due and payable after more than one year	1377	377	378
6. Amounts owed to affiliated undertakings	1379	1.939.942.864,68	1.960.703.851,21
a) becoming due and payable within one year	1381	19.234.479,36	19.691.776,26
b) becoming due and payable after more than one year	1383	1.920.708.385,32	1.941.012.074,95
7. Amounts owed to undertakings with which the undertaking is linked by virtue of participating interests	1385	385	386
a) becoming due and payable within one year	1387	387	388
b) becoming due and payable after more than one year	1389	389	390
8. Other creditors	1451	4.882,98	4.359,29
a) Tax authorities	1393	393	394
b) Social security authorities	1395	4.882,98	4.359,29
c) Other creditors	1397	397	398
i) becoming due and payable within one year	1399	399	400
ii) becoming due and payable after more than one year	1401	401	402
D. Deferred income	1403	Note 9	34.036.563,04
	403	30.172.647,67	
TOTAL (CAPITAL, RESERVES AND LIABILITIES)	405	6.935.525.991,33	8.126.926.739,56

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RCSL Nr. : B40962

Matricule : 2012 2204 589

eCDF entry date :

PROFIT AND LOSS ACCOUNT

Financial year from ⁰¹ 01/01/2020 **to** ⁰² 31/12/2020 (in ⁰³ EUR)

HeidelbergCement Finance Luxembourg S.A.

5, rue des Primeurs
L-2361 Strassen

	Reference(s)	Current year	Previous year
1. Net turnover	1701 _____	701 <u>50.119,15</u>	702 <u>49.174,79</u>
2. Variation in stocks of finished goods and in work in progress	1703 _____	703 _____	704 _____
3. Work performed by the undertaking for its own purposes and capitalised	1705 _____	705 _____	706 _____
4. Other operating income	1713 _____ Note 10	713 <u>8.382.967,48</u>	714 <u>11.244.776,16</u>
5. Raw materials and consumables and other external expenses	1671 _____ Note 11	671 <u>-8.582.765,09</u>	672 <u>-11.470.741,14</u>
a) Raw materials and consumables	1601 _____	601 _____	602 _____
b) Other external expenses	1603 _____	603 <u>-8.582.765,09</u>	604 <u>-11.470.741,14</u>
6. Staff costs	1605 _____ Note 12	605 <u>-240.300,14</u>	606 <u>-232.208,43</u>
a) Wages and salaries	1607 _____	607 <u>-158.149,09</u>	608 <u>-154.281,60</u>
b) Social security costs	1609 _____	609 <u>-30.038,71</u>	610 <u>-26.021,59</u>
i) relating to pensions	1653 _____	653 <u>-23.962,07</u>	654 <u>-23.108,48</u>
ii) other social security costs	1655 _____	655 <u>-6.076,64</u>	656 <u>-2.913,11</u>
c) Other staff costs	1613 _____	613 <u>-52.112,34</u>	614 <u>-51.905,24</u>
7. Value adjustments	1657 _____	657 _____	658 _____
a) in respect of formation expenses and of tangible and intangible fixed assets	1659 _____	659 _____	660 _____
b) in respect of current assets	1661 _____	661 _____	662 _____
8. Other operating expenses	1621 _____	621 _____	622 _____

RCSL Nr. : B40962

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	Reference(s)	Current year	Previous year
9. Income from participating interests	1715	715	716
a) derived from affiliated undertakings	1717	717	718
b) other income from participating interests	1719	719	720
10. Income from other investments and loans forming part of the fixed assets	1721	721	722
a) derived from affiliated undertakings	1723	723	724
b) other income not included under a)	1725	725	726
11. Other interest receivable and similar income	1727	727	728
a) derived from affiliated undertakings	1729	729	730
b) other interest and similar income	1731	731	732
12. Share of profit or loss of undertakings accounted for under the equity method	1663	663	664
13. Value adjustments in respect of financial assets and of investments held as current assets	1665	665	666
14. Interest payable and similar expenses	1627	627	628
a) concerning affiliated undertakings	1629	629	630
b) other interest and similar expenses	1631	631	632
15. Tax on profit or loss	1635	635	636
16. Profit or loss after taxation	1667	667	668
17. Other taxes not shown under items 1 to 16	1637	637	638
	Note 16		
18. Profit or loss for the financial year	1669	669	670

HeidelbergCement Finance Luxembourg S.A.

Annual accounts

For the year ending 31 December 2020

CASH FLOW STATEMENT

For the year ending 31 December 2020

	31 December 2020 (EUR)	31 December 2019 (EUR)
Cash flows from operating activities		
Net result	44.517.409	88.216.547
Add back: interests expenses	105.931.966	182.835.719
Add back: interests income	-170.242.957	-291.206.044
Add back: Accr. Guarantee fee 2020	19.232.654	19.691.276
Non-cash adjustments to reconcile result for the financial year to net cash flows:		
<i>Prepayments</i>	3.672.560	2.792.888
<i>Other receivable</i>	113.231	-22.327
<i>Trade creditors</i>	3.610	338
<i>Other Payables</i>	524	-1.045
<i>Provisions</i>	-32.218	-62.792
<i>Deferred income</i>	-3.863.915	-2.792.354
Net cash flows from operating activities	-667.136	-547.793
Investing activities		
Loans granted to group companies	-920.613.856	-741.577.500
Cash receipts from group companies	2.094.451.654	3.061.682.584
Interests received (cash)	188.532.146	314.712.288
Net cash flows used in investing activities	1.362.369.945	2.634.817.372
Financing activities		
Repayment Loan Notes	-1.830.000.000	-3.087.000.000
Proceeds from issue of Loan Notes	645.482.500	741.577.500
Interests paid (cash)	-111.699.502	-179.362.268
Guarantee fee 2019 paid (cash)	-19.691.276	-17.982.862
Dividend paid (cash)	-45.800.000	-91.500.000
Net cash flows from financing activities	-1.361.708.278	-2.634.267.630
Net increase in cash and cash equivalents		
Cash and cash equivalents as at 1 January	5.469	3.520
Net changes in cash and cash equivalents	-5.469	1.949
Cash and cash equivalents as at 31 December	0	5.469

HeidelbergCement Finance Luxembourg S.A.
Notes to the Annual accounts

For the year beginning 1 January 2020 and ending 31 December 2020

(expressed in Euro)

1 General information

HeidelbergCement Finance Luxembourg S.A. (hereafter the "Company") was incorporated on 24 July 1992 for an unlimited period and organised under the laws of Luxembourg as a Société anonyme (public limited liability company). On 20 March 2012, the name and the legal form of the Company have been changed from St. Yvette S.à r.l. to HeidelbergCement Finance Luxembourg S.A.

The sole shareholder of the Company is HeidelbergCement Holding S.à r.l.

With effective date 1 June 2020, the Company changed its registered address from 43, avenue J.F. Kennedy, L-1855 Luxembourg, to its current address at 5, rue des Primeurs, L-2361 Strassen. The Company number with the Registre de Commerce is B 40 962. The financial year of the Company starts on 1 January and ends on 31 December.

The Company's objects and purposes are:

a) the acquisition of participations, in Luxembourg or abroad, in any company or enterprise in any form whatsoever, and the management of those participations as well as the supervision of the businesses of the participations. The Company may in particular acquire, by subscription, purchase and exchange or in any other manner, any stock, shares and other participation securities, bonds, debentures, certificates of deposit and other debt instruments and, more generally, any securities and financial instruments issued by any public or private entity. It may participate in the creation, development, management and control of any company or enterprise. Further, it may invest in the acquisition and management of a portfolio of patents or other intellectual property rights of any nature or origin.

b) to borrow in any form whatsoever. It may issue notes, bonds and any kind of debt and equity securities. It may raise and lend funds, including, without limitation, the proceeds of any borrowings, to its subsidiaries, affiliated companies and any other companies and finance businesses and companies. It may also give guarantees and pledge, transfer, encumber or otherwise create and grant security over some or all of its assets to guarantee its own obligations, the obligations of any affiliated group companies or those of any other company in which it has a direct or indirect interest. The Company may enter into agreements in connection with the aforementioned activities.

c) to use any techniques, legal means and instruments to manage its investments efficiently and protect itself against credit risks, currency exchange exposure, interest rate risks and other risks.

d) to carry out any commercial, financial or industrial operation and any transaction with respect to real estate or movable property, which directly or indirectly, favours or relates to its corporate object at the exclusion of any banking activity and any other regulated financial activity.

For the avoidance of doubt, the Company may not carry out any regulated financial sector activities without having obtained the requisite authorisation.

On the basis of Article 1711-5 set out by Luxembourg Company law, the Company is exempted from the obligation to draw up consolidated accounts and a consolidated management report for the year ending 31 December 2020. Therefore, in accordance with the legal provisions, these annual accounts are presented on a non-consolidated basis to be approved by the shareholder during the annual general meeting.

The Company is included in the consolidated accounts of HeidelbergCement AG. The registered office of that company is located at 6 Berliner Strasse, 69120 Heidelberg, Germany. The consolidated accounts are published in the Group's website (<https://www.heidelbergcement.com/en/reports-and-presentations>) and in German Federal Gazette (Bundesanzeiger, <https://www.bundesanzeiger.de/ebanzwww/wexservlet>).

Presentation of the comparative financial data:

Part of the figures for the year that has ended 31 December 2019 relating to items from the Balance Sheet and Cash Flow Statement have been reclassified to ensure the comparability with the figures for the year ended 31 December 2020.

2 Summary of significant accounting policies

Basis of preparation

The annual accounts of the Company are prepared in accordance with Luxembourg legal and regulatory requirements under the historical cost convention.

Accounting policies and valuation rules are, besides the ones laid down by the law of 19 December 2002, determined and applied by the Board of Directors.

The preparation of annual accounts requires the use of certain critical accounting estimates. It also requires the Board of Directors to exercise their judgment in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the annual accounts in the period in which the assumptions changed. Management believes that the underlying assumptions are appropriate and that the annual accounts therefore present the financial position and results fairly.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities in the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Within the scope of the law of 11 January 2008 on transparency requirements for issuers (the "Transparency Law"), and as part of the controls thereof applied by the Commission de Surveillance du Secteur Financier as supervisor authority, these annual accounts include a cash flow statement, that is prepared based on the following principles:

The statement of cash flow shows how cash and cash equivalents have changed in the course of the year as a result of inflows and outflows of funds.

The Company presents its cash flows using the indirect method. The indirect method adjusts accrual basis net profit or loss for the effects of non-cash transactions. Differentiation is made between cash flows from operating activities, from investing activities and from financing activities. Cash flow from operating activities is the cash and cash equivalents raised as a result of the main revenue-producing activities of the Company that are not investing or financing activities, so operating cash flows include cash received from customers and cash paid to suppliers and employees. It is determined on the basis of net profit. As part of the indirect determination of cash flow, the changes in balance sheet items due to operating activities were applied where necessary. Cash flow from investing activities is the cash and cash equivalents raised as a result of acquisition and disposal of long-term assets and other investments that are not considered to be cash equivalents. Cash flow from financing activities is the cash and cash equivalents raised as a result of activities that alter the equity capital and borrowing structure of the Company.

Interest and dividends received and paid are classified as financing cash flows consistently from period to period.

Cash and cash equivalents with a term to maturity of not more than three months are recorded under cash and cash equivalents. Cash equivalents are short-term financial assets which can be converted into cash at any time and which are only subject to minor value fluctuation risks.

The main valuation rules applied by the Company are:

Financial assets

Long term loans are valued at nominal value including the expenses incidental thereto.

In case of a durable depreciation in market value according to the opinion of the Board of Directors, value adjustments are made in respect of fixed assets, so that they are valued at the lower figure to be attributed to them at the balance sheet date. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

Debtors

Debtors are valued at their nominal value. They are subject to value adjustments where their recovery is compromised. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

Cash at bank and in hand

Cash and deposits are valued at their nominal value.

Prepayments

This asset item includes expenditures incurred during the financial year but relating to a subsequent financial year.

Provisions

Provisions are intended to cover losses or debts of which the nature is clearly defined and which, at the date of the balance sheet, are either likely to be incurred or certain to be incurred but uncertain as to their amount or as to the date on which they will arise.

Provisions may also be created in order to cover charges which have their origin in the financial year under review or in a previous financial year, the nature of which is clearly defined and which at the date of the balance sheet are either likely to be incurred or certain to be incurred but uncertain as to their amount or as to the date on which they will arise.

HeidelbergCement Finance Luxembourg S.A.
Notes to the Annual accounts

For the year beginning 1 January 2020 and ending 31 December 2020

(expressed in Euro)

2 Summary of significant accounting policies (continued)

Debts

Debts are recorded at their reimbursement value. Where the amount repayable on account is greater than the amount received, the difference is shown as an asset and is written off over the period of the debt based on a linear method.

Deferred income

This liability item includes income received during the financial year but relating to a subsequent financial year.

Value adjustments

Value adjustments are deducted directly from the related assets.

Derivative financial instruments

The Company may enter into derivative financial instruments such as options, swaps, futures or foreign exchange contracts. These derivative financial instruments are initially recorded at cost.

Historical cost model:

At each balance sheet date, unrealized losses are recognized in the profit and loss account whereas gains are accounted for when realized.

In the case of hedging of an asset or a liability that is not recorded at fair value, unrealized gains or losses are deferred until the recognition of the realized gains or losses on the hedged item.

Commitments relating to options/swaps/futures/foreign exchange contracts transactions are disclosed in the notes.

Foreign currency translation

The Company maintains its accounts in Euro ("EUR"). Transactions expressed in currencies other than EUR (or other currency) are translated into EUR at the exchange rate effective at the time of the transaction.

Formation expenses and fixed assets expressed in currencies other than EUR are translated into EUR at the exchange rate effective at the time of the transaction. At the balance sheet date, these assets remain translated at historical exchange rates.

Cash at bank is translated at the exchange rate effective at the balance sheet date. Exchange losses and gains are recorded in the profit and loss account of the year.

Other assets and liabilities are translated separately respectively at the lower or at the higher of the value converted at the historical exchange rate or the value determined on the basis of the exchange rates effective at the balance sheet date. The unrealised exchange losses are recorded in the profit and loss account. The realised exchange gains are recorded in the profit and loss account at the moment of their realisation. Consequently, only realised exchange gains and losses and unrealised exchange losses are reflected in the profit and loss account.

Where there is an economic link between an asset and a liability (back-to-back loans), these are valued in total according to the method described above and only the net unrealised losses are recorded in the profit and loss account whereas the net unrealised gains are not recognised. This is applicable when the Company is hedging assets and liabilities in the same foreign currency and when those assets and liabilities have the same characteristics (amount, maturity).

3 Financial fixed assets

Financial fixed assets held at cost less impairment - movements gross book value	Gross book value 1 Jan 2020	Additions	Reimbursements	Transfers	Gross book value 31 Dec 2020
Loans to affiliated undertakings	6.419.927.842,24	650.000.000,00	(771.935.190,28)	(500.000.000,00)	5.797.992.651,96
Total	6.419.927.842,24	650.000.000,00	(771.935.190,28)	(500.000.000,00)	5.797.992.651,96

The transfers amounting to EUR 500.000.000,00 represent the reclassification of one loan from long term to short term. Please refer to schedule below as well as Note 4, section "Amounts owned by affiliated undertakings - becoming due and payable within one year".

Financial fixed assets held at cost less impairment - movements gross book value	Gross book value 1 Jan 2019	Additions	Reimbursements	Transfers	Gross book value 31 Dec 2019
Loans to affiliated undertakings	8.077.924.334,73	750.000.000,00	(1.357.996.492,49)	(1.050.000.000,00)	6.419.927.842,24
Total	8.077.924.334,73	750.000.000,00	(1.357.996.492,49)	(1.050.000.000,00)	6.419.927.842,24

Loans to affiliated undertakings						2020	2019
Counterparty	Currency	Nominal Amount **	Interest rate	Maturity date	Amount (EUR)	Amount (EUR)	
Ceskomoravsky Cement	CZK	1.300.000.000,00	3M Pribor + 2,5%	8 July 2022	47.992.651,96	69.927.842,24	
HeidelbergCement AG	EUR	500.000.000,00	3,31%	21 October 2021	reclassified short term	500.000.000,00	
HeidelbergCement AG	EUR	250.000.000,00	1,848%	24 April 2028	250.000.000,00	250.000.000,00	
HeidelbergCement UK Holdings Ltd.	EUR	750.000.000,00	0,957%	18 January 2021	early repaid*	750.000.000,00	
HeidelbergCement UK Holdings Ltd.	EUR	650.000.000,00	2,998%	9 October 2024	650.000.000,00	-	
HeidelbergCement UK Holdings Ltd.	EUR	500.000.000,00	2,082%	7 April 2026	500.000.000,00	500.000.000,00	
HeidelbergCement UK Holdings Ltd.	EUR	500.000.000,00	1,957%	14 June 2027	500.000.000,00	500.000.000,00	
HeidelbergCement UK Holdings Ltd.	EUR	500.000.000,00	2,248%	24 April 2028	500.000.000,00	500.000.000,00	
HeidelbergCement France S.A.S -tranche A	EUR	1.000.000.000,00	12M Euribor +3%	1 July 2026	1.000.000.000,00	1.000.000.000,00	
HeidelbergCement France S.A.S -tranche B ***	EUR	350.000.000,00	12M Euribor +2,8%	15 September 2023	350.000.000,00	350.000.000,00	
Ciments Français S.a.s	EUR	500.000.000,00	2,082%	7 April 2026	500.000.000,00	500.000.000,00	
Lehigh Hanson Inc.	USD	868.621.125,00	6M Libor + 98.864bp	9 August 2022	750.000.000,00	750.000.000,00	
Lehigh Hanson Inc.	USD	852.750.000,00	6M Libor + 197.32bp	1 December 2027	750.000.000,00	750.000.000,00	
Total					5.797.992.651,96	6.419.927.842,24	

* On 18 November 2020, the Company received early repayment from HeidelbergCement UK Holdings Ltd. on the loan with nominal value EUR 750.000.000,00 with original maturity date 18 January 2021.

** In local currency

*** The tranche B of the credit facility granted to HeidelbergCement France S.A.S. has a maximum amount of EUR 500.000.000,00. As at 31 December 2020 an amount of EUR 350.000.000,00 was outstanding.

Recoverability of several loans is partially covered by a comfort letter issued by the ultimate parent Company (HeidelbergCement AG).

For the purpose of the valuation of each investment held as of 31 December 2020, the Management has considered in its valuations' assumptions the effect of the Covid-19. As of 31 December 2020, Management is of the opinion that the Fair Value of each investment is above the book value and hence didn't record any impairment.

HeidelbergCement Finance Luxembourg S.A.
Notes to the Annual accounts

For the year beginning 1 January 2020 and ending 31 December 2020

(expressed in Euro)

4 Debtors

Debtors by category	becoming due and payable within one year	2020	2019
Amounts owed by affiliated undertakings	1.107.149.572,30	1.107.149.572,30	1.672.943.885,99
Other debtors	18.693,96	18.693,96	11.908,52
Total	1.107.168.266,26	1.107.168.266,26	1.672.955.794,51

Amounts owed by affiliated undertakings

becoming due and payable within one year

Counterparty	Original currency	Nominal Amount **	Interest rate	Maturity date	Currency	Amount as at 31 Dec 2020
Lehigh Hanson Inc.	USD	297.000.000,00	12M Libor + 1.21%	6 April 2021	EUR	275.131.355,81
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	113.602.118,64	2,5411%	23 March 2021	EUR	113.602.118,64
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	49.347.237,60	2,5%	6 April 2021	EUR	49.347.237,60
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	48.902.525,19	2,5%	3 February 2021	EUR	48.902.525,19
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	10.496.750,00	1,7510%	7 April 2021	EUR	10.496.750,00
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	9.785.000,00	1,7820%	14 June 2021	EUR	9.785.000,00
HeidelbergCement AG	EUR	500.000.000,00	3,3148%	21 October 2021	EUR	500.000.000,00
HeidelbergCement AG (cash pool account)	EUR	34.986.540,78	0,0000%	N/A	EUR	34.986.540,78
Subtotal						1.042.251.528,02
Interest accruals affiliated undertakings						64.898.044,28
Total						1.107.149.572,30

Amounts owed by affiliated undertakings

becoming due and payable within one year

Counterparty	Currency	Nominal Amount **	Interest rate	Maturity date	Currency	Amount as at 31 Dec 2019
HeidelbergCement UK Holdings Ltd.	EUR	750.000.000,00	7,9000%	3 April 2020	EUR	750.000.000,00
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	113.602.118,64	3M Euribor +2,5411%	23 March 2020	EUR	113.602.118,64
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	49.347.237,60	6M Euribor +2,5%	3 April 2020	EUR	49.347.237,60
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	48.902.525,19	6M Euribor +2,5%	3 February 2020	EUR	48.902.525,19
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	7.177.500,00	0,9830%	20 January 2020	EUR	7.177.500,00
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	10.496.750,00	0,7980%	7 April 2020	EUR	10.496.750,00
HeidelbergCement UK Holdings Ltd. Susp.Int.	EUR	9.785.000,00	0,8070%	15 June 2020	EUR	9.785.000,00
HeidelbergCement Holding S.à r.l.	EUR	120.015,96	N/A	N/A	EUR	120.015,96
HeidelbergCement AG	EUR	300.000.000,00	3,3148%	21 October 2020	EUR	300.000.000,00
HeidelbergCement AG (cash pool account)	EUR	300.325.504,78	0,0000%	N/A	EUR	300.325.504,78
Subtotal						1.589.756.652,17
Interest accruals affiliated undertakings						83.187.233,82
Total						1.672.943.885,99

Other debtors becoming due and payable within one year and amounting EUR 18.693,96 (2019: 11.908,52) is composed of the net amount of VAT recoverable of EUR 27.299,22 less VAT payable of EUR 8.605,26.

Recoverability of several intercompany receivable amounts is partially covered by a comfort letter issued by the ultimate parent Company (HeidelbergCement AG).

For the purpose of the valuation of each intercompany receivable held as of 31 December 2020, the Management has considered in its valuations' assumptions the effect of the Covid-19. As of 31 December 2020, Management is of the opinion that the Fair Value of each intercompany receivable is above the book value and hence didn't record any impairment.

** In local currency

In 2020 the Company netted interest income and interest expense for total amounts of USD 51.932.559,30 and CZK 56.535.222,22 between the loans receivables respectively from Lehigh Hanson Inc. and Ceskomoravsky Cement, and the payable obligations to HeidelbergCement AG under the derivative instruments to hedge the FX exposure.

5 Prepayments

Prepayments	2020	2019
Deferred expenses	30.172.648,11	34.036.563,36
Tax advances	192.425,00	1.070,00
Total	30.365.073,11	34.037.633,36

Deferred expenses represent upfront costs and discounts on bonds issued by the Company that are amortized until the bonds are becoming due for repayment.

6 Capital and reserves

Movements in capital and reserves	Balance as at beginning 2020	Allocation of previous year result	Other movements	Net result for the current year	Balance as at the end of 2020
Subscribed capital	26.635.550,00	-	-	-	26.635.550,00
Reserves	2.688.584,76	-	-	-	2.688.584,76
Profit or loss brought forward	8.425.010,27	(3.283.453,36)	-	-	5.141.556,91
Profit or loss for the financial year	88.216.546,64	(88.216.546,64)	-	44.517.409,42	44.517.409,42
Interim dividends	(91.500.000,00)	91.500.000,00	(45.800.000,00)	-	(45.800.000,00)
Total	34.465.691,67	-	(45.800.000,00)	44.517.409,42	33.183.101,09
Reserves				2020	2019
Legal reserve				2.683.559,61	2.683.559,61
Other reserves, including the fair value reserve				5.025,15	5.025,15
Other available reserves				5.025,15	5.025,15
<i>of which reserve for net wealth tax</i>				5.025,15	5.025,15
Total				2.688.584,76	2.688.584,76

Subscribed capital

The subscribed capital of the Company amounts to EUR 26.635.550,00 and is divided into 2.663.555 shares with a nominal value of EUR 10,00 each, issued and fully paid up as at 31 December 2020.

Legal reserve

Luxembourg companies are required to allocate to a legal reserve a minimum of 5% of the annual net income, until this reserve equals 10% of the subscribed share capital. This reserve may not be distributed.

Other reserves

As from the financial year 2003, the Company reduced the net wealth tax liability in accordance with paragraph 8a of the Net wealth tax law. In order to comply with the law, the Company decided to allocate to the non-distributable Reserve for net wealth tax (under "Other reserves") an amount that corresponds to five times the amount of reduction of the net wealth tax charge. This reserve is non-distributable for a period of five years following the one during which the net wealth tax was reduced.

Interim dividends

The Company declared and paid an interim dividend on 9 December 2020 amounting to EUR 45.800.000,00 on the basis of interim accounts as at 30 November 2020.

HeidelbergCement Finance Luxembourg S.A.
Notes to the Annual accounts

For the year beginning 1 January 2020 and ending 31 December 2020

(expressed in Euro)

7 Provisions

Provisions	2020	2019
Provisions for taxation	361.070,00	380.635,00
Other provisions (for tax advisory and compliance fees, audit fees)	53.262,50	65.915,00
Total	414.332,50	446.550,00

8 Creditors

Creditors by category	becoming due and payable within one year	becoming due and payable between one and five years	becoming due and payable after more than five years	2020	2019
Non-convertible loans	531.787.803,99	1.400.000.000,00	3.000.000.000,00	4.931.787.803,99	6.097.251.650,84
Trade creditors	20.358,42	-	-	20.358,42	18.073,51
Amounts owed to affiliated undertakings	19.234.479,36	-	1.920.708.385,32	1.939.942.864,68	1.960.703.851,21
Other creditors	4.882,98	-	-	4.882,98	4.359,29
Total	551.047.524,75	1.400.000.000,00	4.920.708.385,32	6.871.755.910,07	8.057.977.934,85

Non-convertible loans

becoming due and payable within one year

Description	Original currency	Nominal Amount	Interest rate	Maturity date	2020 Amount (EUR)	2019 Amount (EUR)
Bond	EUR	750.000.000,00	7,500%	3 April 2020	-	750.000.000,00
Bond	EUR	300.000.000,00	3,250%	21 October 2020	-	300.000.000,00
Bond	EUR	500.000.000,00	3,250%	21 October 2021	500.000.000,00	-
Accrued interest on bond	EUR	750.000.000,00	7,500%	-	-	13.593.750,00
Accrued interest on bond	EUR	500.000.000,00	3,250%	-	3.114.583,33	3.114.583,33
Accrued interest on bond	EUR	300.000.000,00	3,250%	-	-	1.868.750,00
Accrued interest on bond	EUR	750.000.000,00	0,500%	-	-	3.562.500,00
Accrued interest on bond	EUR	1.000.000.000,00	1,625%	-	11.931.506,85	11.898.907,10
Accrued interest on bond	EUR	500.000.000,00	1,500%	-	4.083.333,33	4.083.333,33
Accrued interest on bond	EUR	750.000.000,00	1,750%	-	8.968.750,00	8.968.750,00
Accrued interest on bond	EUR	750.000.000,00	6M Euribor +0,2988%	-	(352.137,50)	(270.600,00)
Accrued interest on bond	EUR	750.000.000,00	6M Euribor +1,0615%	-	346.562,50	431.677,08
Accrued interest on bond	EUR	650.000.000,00	2,5000%	-	3.695.205,48	-
Total					531.787.803,99	1.097.251.650,84

becoming due and payable after more than one year

Description	Original currency	Nominal Amount	Interest rate	Maturity date	2020 Amount (EUR)	2019 Amount (EUR)
Bond	EUR	750.000.000,00	0,500%	18 January 2021	early repaid *	750.000.000,00
Bond	EUR	500.000.000,00	3,250%	21 October 2021	**	500.000.000,00
Bond	EUR	1.000.000.000,00	1,625%	7 April 2026	1.000.000.000,00	1.000.000.000,00
Bond	EUR	500.000.000,00	1,500%	14 June 2027	500.000.000,00	500.000.000,00
Bond	EUR	750.000.000,00	1,750%	24 April 2028	750.000.000,00	750.000.000,00
Bond	EUR	750.000.000,00	6M Euribor +0,2988%	9 August 2022	750.000.000,00	750.000.000,00
Bond	EUR	750.000.000,00	6M Euribor +1,0615%	1 December 2027	750.000.000,00	750.000.000,00
Bond	EUR	650.000.000,00	2,500%	9 October 2024	650.000.000,00	-
Total					4.400.000.000,00	5.000.000.000,00

* On 18 November 2020, the Company early repaid the bond with nominal value EUR 750.000.000,00 with original maturity date 18 January 2021.

** Reclassed to Non-convertible loans becoming due and payable within one year.

Amounts owed to affiliated undertakings

becoming due and payable within one year

	Opening Balance 1 Jan 2020	Additions	Repayments	Closing Balance 31 Dec 2020
HeidelbergCement AG	19.691.776,26	19.232.654,48	(19.691.776,26)	19.232.654,48
HeidelbergCement Holding S.à r.l.	-	1.824,88	-	1.824,88
Total	19.691.776,26	19.234.479,36	(19.691.776,26)	19.234.479,36

becoming due and payable after more than one year

	Opening Balance 1 Jan 2020	Additions	Repayments	Closing Balance 31 Dec 2020
HeidelbergCement Holding S.à r.l. (long term loan note)	1.941.012.074,95	9.696.310,37	(30.000.000,00)	1.920.708.385,32
Total	1.941.012.074,95	9.696.310,37	(30.000.000,00)	1.920.708.385,32

Other creditors

becoming due and payable within one year

Description	Currency	Total amount as at 31 Dec 2020	Total amount as at 31 Dec 2019
Social security	EUR	4.882,98	4.359,29
Total		4.882,98	4.359,29

9 Deferred income

	2020	2019
Deferred income	30.172.647,67	34.036.563,04
Total	30.172.647,67	34.036.563,04

Deferred income represents upfront costs and premiums on loans granted by the Company as well as loans transferred that are amortized until the loans are becoming due for repayment.

10 Other operating income

Other operating income represents amortization income during the year for the upfront costs and premiums on loans. The amounts not amortized as at 31 December 2020 are presented in Note 9 above.

HeidelbergCement Finance Luxembourg S.A.
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For the year beginning 1 January 2020 and ending 31 December 2020

(expressed in Euro)

11 Raw materials and consumables and other external expenses

Other external expenses	2020	2019
Amortization upfront costs and discount on bonds*	8.382.967,36	11.244.776,04
Office supplies	6.579,38	596,38
Rent for real property buildings	36.884,79	40.311,37
Bank account charges	1.740,42	1.485,87
Fees related to bonds and EMIR	15.102,46	46.645,21
Auditing costs (note 18)	82.785,50	81.165,05
Legal fees	158,24	3.400,00
Accounting & administration fees	1.043,23	1.029,56
Tax consulting and compliance fees	24.412,30	26.692,30
Travel costs	190,40	1.312,11
Telephone and other telecommunication costs	1.696,80	1.516,26
Contributions to professional organisations	350,00	350,00
Other miscellaneous operating charges	5.464,13	1.977,49
Non deductible VAT	23.390,08	19.483,50
Total	8.582.765,09	11.470.741,14

*This item represents amortization expenses during the year for the upfront costs and discounts on bonds. The amounts not amortized as of 31 December 2020 are presented in Note 5 above.

12 Staff

As at 31 December 2020, the Company has one part-time employee (70% time) and one full-time employee.

13 Off balance sheet commitments and transactions

The Company has the following off balance sheet commitments as of 31 December 2020:

The Company subleases office space to HeidelbergCement Holding S.à r.l. which is the original Lessee of the occupied office premises. According to the Lease Agreement, HeidelbergCement Holding S.à r.l. has provided a bank guarantee in favour of the Lessor for a value equal to 3 months of rent.

The Lease Agreement was entered into for a term of 9 consecutive years, with expiry term on 31 May 2029, however the Lease can be terminated at the end of the 3rd and 6th year according to terms of the contract.

The Company entered into derivative financial instruments with HeidelbergCement AG in order to hedge interest rate and foreign currency risks. Please see Note 17.

The Company pays guarantee fees to HeidelbergCement AG to act as guarantor of the Bond notes issued by the Company. The annual guarantee fees are calculated at 0,4% of the nominal amount of the corresponding Bond.

14 Related party transactions

There were no direct nor indirect transactions with main shareholders and members of its administrative, management and supervisory bodies that would be material and not concluded under normal market conditions.

15 Advances and loans granted to the members of the managing and supervisory bodies

There were no advances, loans or commitments given on their behalf by way of guarantee of any kind granted to the members of the management and supervisory bodies during the financial year (2019: nil).

16 Taxation

The other taxes not shown under items 1 to 16 of the Profit and Loss Account refer to a net wealth tax expense for the current year of EUR 172.325,00.

The Company is part of a tax unity group formed at the level of its sole shareholder, HeidelbergCement Holding S.à r.l., which is the head of the tax unity group.

17 Derivative Financial Instruments

Interest rate and foreign currency risks are hedged through the use of derivative financial instruments. As far as the legal requirements are met, these are shown as a valuation unit.

1. Interest rate swaps

The Company uses interest rate swaps to hedge against interest rate risks.

As of the balance sheet date, the following interest rate swaps exist:

Type	Nominal value	terms from...	terms to...	Interest rate paid	Interest rate received	MtM
IRS	750.000.000 €	09/08/2018	09/08/2022	6M Euribor +0,2988%	0,50%	10.514.467 €
IRS	750.000.000 €	01/07/2019	01/12/2027	6M Euribor +1,0615%	1,125%	23.661.400 €

2. Foreign currency hedges

The Company uses cross currency swaps/forwards/swaps to hedge against foreign currency risks.

As of the balance sheet date, the following currency swaps/forwards/swaps exist:

Type	Nominal value	currency	terms from...	terms to...	MtM
CCS	-868.621.125 USD	750.000.000 €	09/08/2018	09/08/2022	36.445.777 €
CCS	-852.750.000 USD	750.000.000 €	01/07/2019	01/12/2027	50.083.313 €
FX-SWAP	-297.000.000 USD	275.131.356 €	06/04/2020	06/04/2021	29.756.040 €
FX -FWD	-6.836.441 USD	6.260.941 €	06/04/2020	06/04/2021	677.304 €
FX-SWAP	-1.300.000.000 CZK	47.992.652 €	08/10/2020	08/01/2021	-1.576.017 €
FX -FWD	-9.468.333 CZK	349.072 €	08/10/2020	08/01/2021	-11.697 €

Fair values have been obtained based on net present values and the corresponding Bloomberg™ / Treasury system Bellin tm5™ functions.

18 External audit fees

As of 31 December 2020 and 31 December 2019 audit fees are related to the following services:

Auditing costs	2020	2019
Audit fees *	72.262,50	65.940,05
Audit related fees **	10.523,00	15.225,00
Total	82.785,50	81.165,05

* Audit fees are related to audit of the Statutory Annual Accounts.

** Audit related fees are related to interim dividend distribution and EMTN comfort letter issuance.

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(expressed in Euro)

19 Subsequent events

On 11 February 2021 the Company published a note on the website www.bourse.lu and distributed to other financial media that it will exercise its call option on the outstanding 500 million EUR 3.25% Fixed Rate Notes due on 21 October 2021. The early redemption date of the Notes on 21 April 2021 coincides with the early redemption date of the corresponding loan granted to HeidelbergCement AG.